

Entered: April 1st, 2025

Signed: April 1st, 2025

SO ORDERED


MICHELLE M. HARNER
U.S. BANKRUPTCY JUDGE

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)**

In re:

Case No. 23-16969

Roman Catholic Archbishop of Baltimore,

Chapter 11

Debtor.

Judge Michelle M. Harner

**STIPULATION AND ORDER BY AND BETWEEN THE DEBTOR AND THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS REGARDING THE
ARCHDIOCESE OF BALTIMORE'S SEEK THE CITY TO COME PLAN**

The Roman Catholic Archbishop of Baltimore (the “**Debtor**”) and the Official Committee of Unsecured Creditors (the “**Committee**” and together with the Debtor, the “**Parties**”) stipulate and agree as follows:

RECITALS

WHEREAS on September 29, 2023 (the “**Petition Date**”), the Debtor commenced the above-captioned chapter 11 case (the “**Chapter 11 Case**”), by filing a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Maryland (the “**Bankruptcy Court**”).

WHEREAS the *Informational Brief of the Roman Catholic Archbishop of Baltimore* (Dkt. No. 5) provides, among other things, there are one hundred fifty-three (153) parishes (the “*Parishes*”) operating within the Debtor’s geographic boundaries. (Dkt. 5 at ¶¶ 34, 50.)

WHEREAS the Parishes are separately incorporated legal entities pursuant, distinct from the Debtor and not part of the Debtor’s estate.¹ See Md. Corp. & Assns. §§ 5-314–5-320.

WHEREAS, in September 2022, Archbishop Lori announced “Seek the City to Come,” which was described as an initiative to reimagine the Catholic Church’s ministry and presence in and around Baltimore City, strengthen and adapt pastoral ministry, evangelization and outreach in Baltimore for the 21st Century, and realign pastoral and temporal resources effectively with current and future pastoral, spiritual, and evangelization needs.

WHEREAS from the Fall of 2022 through the Summer of 2023, Archbishop Lori engaged in visits with Parishes potentially affected by the “Seek the City to Come” initiative, engaging in excess of 3,800 voices.

WHEREAS from the Fall of 2023 through January 2024, open workshops and focus groups were conducted with Parish community members.

WHEREAS following the foregoing, in May 2024, the results of the foregoing process were announced:

After nearly two years of actively engaged 6,000 people in prayerful listening, visioning and discernment, the Archdiocese of Baltimore’s Seek the City to Come initiative offers its final plan for reimaging and realigning the City Church of Baltimore to carry out its Eucharistic Mission. The existing 61 parishes will be merged into 30 worship and ministry sites in Baltimore City and in some of the immediate suburbs.

¹ The Committee nevertheless does not waive, but specifically preserves and reserves all rights to challenge the legal separateness of the Debtor and any Parish(es).

WHEREAS as a result of the proposal, sixty-one (61) Parishes with fifty-nine (59) worship sites would be merged into twenty-three Parishes with thirty (30) worship sites, for the purpose of addressing chronic financial and operational issues within the Parishes included in the “Seek the City to Come.”

WHEREAS the Debtor and the Committee are engaged in ongoing discussions over the impact that Seek the City to Come may have on the Chapter 11 Case.

WHEREAS to avoid excessive litigation and prevent undue delays and costs, and without waiving, and instead with the intention of specifically preserving, any defense, claim, cause of action, or otherwise, related to the merging of Parishes, the Debtor and the Committee agree to the act in accordance with the terms and conditions set forth in this stipulation as it relates to the merging of Parishes.

IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:

1. The above Recitals are incorporated by reference.
2. Nothing in this Stipulation shall limit a Parish’s ability to merge, consolidate, close, sell the property of, transfer assets of, retitle property of, assign any property interest of, or otherwise realign a Parish as a matter of Canon Law or other internal rules and regulations of the Catholic Church or Archdiocese of Baltimore.
3. If as part of Seek the City to Come, any Parish intends to take any civil law action to merge, consolidate, close, sell the property of, transfer assets of, retitle property of, encumber assets of, pledge assets of, assign any property interest of, or otherwise realign a Parish, the Debtor will provide the Committee with written notice not less than 30 days prior to the effective date of any such civil law action and simultaneously disclose to the Committee the details of all assets and liabilities impacted by such civil law action. For the avoidance of doubt, the Committee reserves

all rights to seek relief from the Bankruptcy Court to obtain further discovery into any such civil law actions.

4. The failure of the Committee to object or seek relief from the Bankruptcy Court to any transaction that is the subject of this Stipulation within 30 days prior to the effective date of any such civil law action shall not be construed as consent to the transaction by the Committee and does not waive any of the Committee's rights, claims, defenses, or causes of action with regard to any transaction under the Bankruptcy Code or other applicable law.

5. As to the Committee regarding the time to enjoin, invalidate, recover, avoid, or otherwise challenge any transactions, claim, defense, or cause of action that are the subject of this Stipulation, any statute of limitations, statute of repose, the doctrine of laches, or other such time period to act, is tolled through the earlier of (i) the confirmation of plan, (ii) the recession, invalidation, or modification of this Stipulation, or (iii) a further order of the Bankruptcy Court modifying such tolling period.

6. The Bankruptcy Court shall retain jurisdiction to hear disputes between the Debtor and Committee regarding the terms of this Stipulation.

7. Nothing in this Stipulation is or should be construed as an admission of any fact or legal conclusion or a waiver of any claim, defense, or cause of action by any party.

Dated:

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END OF ORDER

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